

Jan-27-03 03:50pm From-

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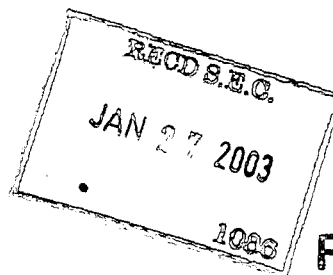
 **NYSE**

January 27, 2003

Cert NYS

1-13971

Mr. Brian Johnson
Branch Chief
Securities and Exchange Commission
Branch of Filer Support 2
Room 1004 -- STOP/1-4
450 Fifth Street, NW
Judiciary Plaza
Washington, DC 20549



PROCESSED


FEB 03 2003

**THOMSON
FINANCIAL**

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, MERRILL LYNCH DEPOSITOR, INC., Preferred PLUS 7.875% Trust Certificates Series GRC-1 (the "Certificates") and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on January 27, 2003. Tentative listing date - Not yet determined.

Sincerely,


Paras Madho